

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W.R. GRACE & CO., *et al.*,<sup>1</sup> ) Case No. 01-01139 (JKF)  
) (Jointly Administered)  
)  
Debtors ) **Objection Deadline:** *July 12, 2005 at 4:00p.m*

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS SPECIAL LITIGATION COUNSEL AND AS ORDINARY COURSE PROFESSIONALS FOR W.R. GRACE & CO., ET AL., FOR THE MONTHLY PERIOD OF APRIL 1, 2005, THROUGH APRIL 30, 2005, FOR THE QUARTERLY FEE PERIOD OF APRIL-JUNE 2005**

Name of Applicant: **Woodcock Washburn LLP**

Authorized to Provide Professional Services to: **W. R. Grace & Co., et al., Debtors and Debtors-in-Possession**

Date of Retention as Special Litigation Counsel: **Retention Order entered January 22, 2003**

Date of Retention as Ordinary Course Professional: **Order Permitting Expansion of Services entered April 15, 2005, on application made February 11, 2005.**

Period for which compensation and reimbursement is sought **April 1, 2005, through April 30, 2005**

Amount of Compensation sought as actual, reasonable and necessary: **\$124,598.70**

Amount of Expense Reimbursement sought as actual, reasonable and necessary: **\$ 6,544.89**

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a/ Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of April 2005. This is the 28th application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock. The first 26 applications (covering the monthly periods January 2003 through February 2005) were limited to fees and expenses in connection with the specific matter for which Applicant had been retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), pending in the United States District Court for the District of Minnesota (the “Intercat suit”). On April 15, 2005, based on a motion made by Debtor on February 11, 2005, the Bankruptcy Court entered an order authorizing Woodcock to provide further services to Debtor in ordinary course in the field of intellectual property. This is the second monthly application that includes such ordinary course fees and expenses.

All monthly applications filed previously with the Court by Woodcock are identified in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 – 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 – 2/28/03	June 9, 2003	29,216.00	684.22
3/1 – 3/31/03	June 9, 2003	14,351.00	647.43
4/1 – 4/30/03	June 3, 2003	14,268.50	244.41
5/1 – 5/31/03	July 11, 2003	20,293.50	703.19
6/1 – 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 – 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1 - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 – 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 – 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 – 11/30/03	January 23, 2004	46,329.50	22.29
12/1 – 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 – 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 - 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 - 3/31/04	April 27, 2004	96,991.00	8,235.63

4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26
5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 - 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 - 9/30/04	November 9, 2004	156,479.00	32,088.05
10/1 - 10/31/04	December 17, 2004	169,846.00	69,597.98
11/1 - 11/30/04	January 14, 2005	203,792.00	29,179.11
12/1 - 12/31/04	February 11, 2005	164,958.00	92,377.99
1/1 - 1/31/05	March 18, 2005	176,884.00	28,342.86
2/1 - 2/28/05	April 15, 2005	157,122.50	125,892.70
3/1 - 3/31/05	May 10, 2005	196,913.00	143,160.77
TOTAL		\$2,266,973.85	\$670,501.80

In the Intercat suit, except for the fees specifically identified in the attached detail as “Fee Application, Applicant” (totaling \$1,715.00), all fees for which application is made were in the category “Litigation and Litigation Consulting. Disbursements attributable to this category of services, as shown in the attached schedule, were \$6,423.19.

The Woodcock professionals who rendered services in the Intercat suit during the Fee Period are:

<i>Name of Professional</i>	<i>Position with the Applicant</i>	<i>Year Admitted to Bar</i>	<i>Department</i>	<i>Hourly Billing Rate</i>	<i>Total Billed Hours</i>	<i>Total Fees Generated</i>
Gary H. Levin	Partner	1976	IP Litigation	\$490.00	26.3	\$12,887.00
David R. Bailey	Partner	1990	IP Litigation	\$405.00	103.1	\$41,755.50
Chad E. Ziegler	Associate	1997	IP Litigation	\$315.00	108.6	\$34,209.00
Frank T. Carroll	Associate	1998	IP Litigation	\$295.00	4.0	\$1,180.00
Karen Whitney	Associate	2001	IP Litigation	\$235.00	87.00	\$20,445.00
Paul Perdue	Graphics	-	IP Litigation	\$115.00	13.0	\$1,495.00
Larry Labella	Paralegal	-	IP Litigation	\$135.00	51.00	\$6,885.00
Suzanne Wallace	Paralegal	-	IP Litigation	\$ 90.00	28.7	\$2,583.00

*Total Fees: \$121,439.50*

*Blended Rate: \$287.98*

During this fee period, Woodcock provided ordinary course intellectual property services in connection with two matters, which are detailed in the attached fee schedule for each matter.

The total disbursements attributable to these ordinary course services, as shown in the attached schedules, were \$121.70. The Woodcock professionals who rendered ordinary course services during the fee period are:

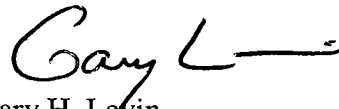
<i>Name of Professional</i>	<i>Position with the Applicant</i>	<i>Year Admitted to Bar</i>	<i>Department</i>	<i>Hourly Billing Rate</i>	<i>Total Billed Hours</i>	<i>Total Fees Generated</i>
<i>Frank T. Carroll</i>	<i>Associate</i>	<i>1998</i>	<i>IP Counseling</i>	<i>\$295.00</i>	<i>3.3</i>	<i>\$975.50</i>
<i>Amy Carr-Trexler</i>	<i>Associate</i>	<i>2001</i>	<i>IP Counseling</i>	<i>\$240.00</i>	<i>8.0</i>	<i>\$1,920.00</i>
<i>David M. DeSanto</i>	<i>Paralegal</i>	<i>-</i>	<i>IP Prosecution</i>	<i>\$120.00</i>	<i>1.6</i>	<i>\$192.00</i>

*Total Fees: \$ 3,159.20*

*Blended Rate: \$244.90*

**WHEREFORE**, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$124,598.70 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$99,678.96) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$6,544.89); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted



Dated: June 14, 2005

Gary H. Levin  
Woodcock Washburn LLP  
One Liberty Place – 46<sup>th</sup> Floor  
Philadelphia, PA 19103  
(215) 568-3100  
levin@woodcock.com